



ATEL
Capital Group*

RECORDATION NO. 19014-Z FILED
AUG 18 '10 -11 28 AM
SURFACE TRANSPORTATION BOARD

August 18, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Re: Document for Recordation:

1. Memorandum of Termination of Lease Schedules

Dear Section Chief:

Attached please find for recordation one (1) copy of Memorandum of Termination of Lease Schedules, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The attached document relates to Railcar Lease Agreement dated September 30, 1994 by and between Kalakane Transatlantic Investors, Inc. (successor in interest to U.S. Bancorp Equipment Finance, Inc., which was successor in interest to FBS Business Finance Corporation), as Lessor, and CHS, Inc. (f/k/a Harvest States Cooperatives), as Lessee ("Lease") filed with the Surface Transportation Board on October 5, 1994 at 12:00 p.m. under Recordation Number 19014, and: (A) Schedule 001 thereto dated as of September 30, 1994, ("Schedule 001") also filed with the Surface Transportation Board on October 5, 1994 at 12:00 p.m. under Recordation Number 19014, (B) Schedule 002 thereto dated as of November 1, 1994, ("Schedule 002") filed with the Surface Transportation Board on December 19, 1994 at 9:55 a.m. under Recordation Number 19014-C, (C) Schedule 004 thereto dated as of December 9, 1994, ("Schedule 004") filed with the Surface Transportation Board on April 24, 1995 at 10:55 a.m. under Recordation Number 19014-F, and (D) Schedule 006 thereto dated October 31, 1995, ("Schedule 006") filed with the Surface Transportation Board on December 22, 1995 at 9:35 a.m. under Recordation Number 19014-G and any amendments thereto.

The primary document to which this document is submitted in connection with is recorded under Recordation Number 19014.

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The names and addresses to the Memorandum of Termination of Lease Schedules executed as of August 13, 2010, are:

Lessor: Kalakane Transatlantic Investors, Inc.
c/o ATEL Management Services, LLC
600 California Street, 6th Floor
San Francisco, CA 94108
Attention: ATEL Legal Department

Lessee: CHS, Inc. (f/k/a Harvest States Cooperatives)
5500 Cenex Drive
Inver Grove Heights, MN 55077

A description of the railroad equipment covered by the Memorandum of Termination of Lease Schedules is attached as Exhibit A hereto.

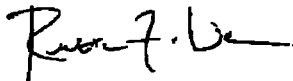
A short summary of the document to appear in the index as follows:

Memorandum of Termination of Lease Schedules

The fee of \$41.00 can be charged to our account.

Should you have any questions, please do not hesitate to call me at 415/616-3427 or e-mail me at rwarner@atel.com. Thank you for your assistance.

Sincerely,



Renette F. Warner
Senior Contract Administrator

/rfw
Attachment

AUG 19 '10 -11 28 AM

SURFACE TRANSPORTATION BOARD

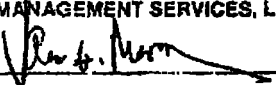
MEMORANDUM OF TERMINATION OF LEASE SCHEDULES

The undersigned hereby certify that with respect to (i) the 45 railcars identified on Exhibit A as "Schedule 001", (ii) the 53 railcars identified on Exhibit A as "Schedule 002", (iii) the 51 railcars identified on Exhibit A as "Schedule 004", and (iv) the 31 railcars identified on Exhibit A as "Schedule 006", (together, the "Railcars"), the following Schedules to Lease Agreement, each of which incorporates the terms and conditions of Railcar Lease Agreement dated September 30, 1994 by and between Kalakane Transatlantic Investors, Inc., (successor in interest to U.S. Bancorp Equipment Finance, Inc., which was successor in interest to FBS Business Finance Corporation), as Lessor, and CHS, Inc. (t/k/a Harvest States Cooperatives), as Lessee ("Lease"), more specifically described as: (A) Schedule 001 thereto dated as of September 30, 1994, ("Schedule 001") filed with the Surface Transportation Board, at 12:00 p.m. on October 5, 1994 under Recordation Number 19014, and any amendments thereto, (B) Schedule 002 thereto dated as of November 1, 1994, ("Schedule 002") filed with the Surface Transportation Board on December 19, 1994 at 9:55 a.m. under Recordation Number 19014-C, (C) Schedule 004 thereto dated as of December 9, 1994 ("Schedule 004") filed with the Surface Transportation Board on April 24, 1995 at 10:55 a.m. under Recordation Number 19014-F, and (D) Schedule 006 thereto dated October 31, 1995 ("Schedule 006") filed with the Surface Transportation Board on December 22, 1995 at 9:35 a.m. under Recordation Number 19014-G and any amendments thereto (together, the "Schedules"), are hereby terminated, and such Railcars are no longer subject to the terms thereof.

Lessor represents and warrants to Lessee that (i) there are no amounts outstanding or owed by Lessee under the Lease and Schedules with respect to the Railcars, and (ii) it has no knowledge of any uncured default of Lessee under the Lease and Schedules as of the date hereof.

This Lease Schedule Termination Instrument dated as of August 13, 2010 is executed for the purpose of releasing the Railcars from the Lease and Schedules, and is without prejudice to any continuing rights and obligations of the parties that survive the termination of the Lease and Schedules.

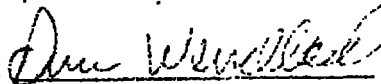
LESSOR:
KALAKANE TRANSATLANTIC INVESTORS, INC.
BY ATEL MANAGEMENT SERVICES, LLC, acting on
its behalf

By: 

Name: Vasco H. Morais
Executive Vice President

Title: _____

LESSEE:
CHS, INC.

By: 

Name: Dennis Wendland

Title: SKVP

State of Minnesota)
County of Dakota)

On August 18, 2000 before me, Paula M. Jones the undersigned Notary Public, personally appeared Dennis Wendland, personally known to me to be the person whose name is subscribed to this instrument and acknowledged to me that he/she executed the same on such day in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

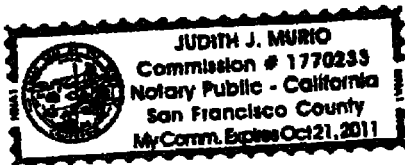


Paula M. Jones
Notary Public

State of)
County of)

On August 18, 2000 before me, Judith J. Murio, the undersigned Notary Public, personally appeared Viscott & Associates, personally known to me to be the person whose name is subscribed to this instrument and acknowledged to me that he/she executed the same on such day in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Proved to me in the presence of subscribing witnesses.
that the person who appeared before me, had
Judith J. Murio
Notary Public

EXHIBIT A

Schedule 001		
#	Car Number	Build Date
1	NRLX 503	1/1/1987
2	NRLX 505	1/1/1987
3	NRLX 506	1/1/1987
4	NRLX 510	1/1/1987
5	NRLX 512	1/1/1987
6	NRLX 514	1/1/1987
7	NRLX 515	1/1/1987
8	NRLX 517	1/1/1987
9	NRLX 518	1/1/1987
10	NRLX 519	1/1/1987
11	NRLX 520	1/1/1988
12	NRLX 521	1/1/1988
13	NRLX 523	1/1/1988
14	NRLX 524	1/1/1988
15	NRLX 525	1/1/1988
16	NRLX 528	1/1/1988
17	NRLX 528	1/1/1988
18	NRLX 529	1/1/1988
19	NRLX 530	1/1/1988
20	NRLX 531	1/1/1988
21	NRLX 532	1/1/1988
22	NRLX 533	1/1/1988
23	NRLX 534	1/1/1988
24	NRLX 535	1/1/1988
25	NRLX 536	1/1/1988
26	NRLX 537	1/1/1988
27	NRLX 538	1/1/1988
28	NRLX 541	1/1/1988
29	NRLX 543	1/1/1988
30	NRLX 544	1/1/1988
31	NRLX 545	1/1/1988
32	NRLX 546	1/1/1988
33	NRLX 547	1/1/1988
34	NRLX 549	1/1/1988
35	NRLX 600	10/1/1972
36	NRLX 601	10/1/1972
37	NRLX 602	10/1/1972
38	NRLX 603	10/1/1972
39	NRLX 604	10/1/1972
40	NRLX 605	3/1/1974
41	NRLX 606	3/1/1974
42	NRLX 607	3/1/1974
43	NRLX 611	3/1/1974
44	NRLX 617	3/1/1974
45	NRLX 638	12/1/1975

Schedule 002		
#	Car Number	Build Date
1	NRLX 12301	3/1/1974
2	NRLX 12303	3/1/1974
3	NRLX 12304	3/1/1974
4	NRLX 12305	3/1/1974
5	NRLX 12306	3/1/1974
6	NRLX 12307	3/1/1974
7	NRLX 12308	3/1/1974
8	NRLX 12310	3/1/1974
9	NRLX 12311	3/1/1974
10	NRLX 12312	3/1/1974
11	NRLX 12314	3/1/1974
12	NRLX 12316	3/1/1974
13	NRLX 12317	3/1/1974
14	NRLX 12318	3/1/1974
15	NRLX 12319	3/1/1974
16	NRLX 12320	3/1/1974
17	NRLX 12321	3/1/1974
18	NRLX 12322	3/1/1974
19	NRLX 12323	3/1/1974
20	NRLX 12324	3/1/1974
21	NRLX 12325	3/1/1974
22	NRLX 12326	3/1/1974
23	NRLX 12327	3/1/1974
24	NRLX 12328	3/1/1974
25	NRLX 12329	3/1/1974
26	NRLX 12330	3/1/1974
27	NRLX 12331	3/1/1974
28	NRLX 12334	3/1/1974
29	NRLX 12335	3/1/1974
30	NRLX 12336	3/1/1974
31	NRLX 12337	3/1/1974
32	NRLX 12340	3/1/1974
33	NRLX 12341	3/1/1974
34	NRLX 12342	3/1/1974
35	NRLX 12343	3/1/1974
36	NRLX 12344	3/1/1974
37	NRLX 12345	3/1/1974
38	NRLX 12346	3/1/1974
39	NRLX 12347	3/1/1974
40	NRLX 12348	3/1/1974
41	NRLX 12349	3/1/1974
42	NRLX 12350	3/1/1974
43	NRLX 12351	3/1/1974
44	NRLX 12352	3/1/1974
45	NRLX 12353	3/1/1974
46	NRLX 12354	3/1/1974
47	NRLX 12355	3/1/1974
48	NRLX 12356	3/1/1974
49	NRLX 12358	3/1/1974
50	NRLX 12359	3/1/1974
51	NRLX 12360	3/1/1974

Schedule 004		
#	Car Number	Build Date
1	NRLX 90102	3/1/1974
2	NRLX 90103	4/1/1974
3	NRLX 90108	4/1/1974
4	NRLX 90109	4/1/1974
5	NRLX 90109	4/1/1974
6	NRLX 90110	4/1/1974
7	NRLX 90111	4/1/1974
8	NRLX 90113	4/1/1974
9	NRLX 90114	4/1/1974
10	NRLX 90115	4/1/1974
11	NRLX 90117	4/1/1974
12	NRLX 90118	4/1/1974
13	NRLX 90119	4/1/1974
14	NRLX 90120	4/1/1974
15	NRLX 90121	4/1/1974
16	NRLX 90122	4/1/1974
17	NRLX 90123	4/1/1974
18	NRLX 90124	4/1/1974
19	NRLX 90125	4/1/1974
20	NRLX 90126	4/1/1974
21	NRLX 90127	4/1/1974
22	NRLX 90128	4/1/1974
23	NRLX 90129	4/1/1974
24	NRLX 90130	4/1/1974
25	NRLX 90131	4/1/1974
26	NRLX 90132	4/1/1974
27	NRLX 90133	4/1/1974
28	NRLX 90134	4/1/1974
29	NRLX 90135	4/1/1974
30	NRLX 90136	4/1/1974
31	NRLX 90137	4/1/1974
32	NRLX 90138	4/1/1974
33	NRLX 90139	4/1/1974
34	NRLX 90140	4/1/1974
35	NRLX 90141	4/1/1974
36	NRLX 90142	4/1/1974
37	NRLX 90143	4/1/1974
38	NRLX 90144	4/1/1974
39	NRLX 90145	4/1/1974
40	NRLX 90146	4/1/1974
41	NRLX 90147	4/1/1974
42	NRLX 90148	4/1/1974
43	NRLX 90149	4/1/1974
44	NRLX 90150	4/1/1974
45	NRLX 90151	4/1/1974
46	NRLX 90152	4/1/1974
47	NRLX 90153	4/1/1974
48	NRLX 90154	4/1/1974
49	NRLX 90155	4/1/1974

Schedule 005		
#	Car Number	Build Date
1	NRLX 200	9/1/1980
2	NRLX 201	9/1/1980
3	NRLX 202	9/1/1980
4	NRLX 203	9/1/1980
5	NRLX 204	9/1/1980
6	NRLX 205	9/1/1980
7	NRLX 206	9/1/1980
8	NRLX 207	9/1/1980
9	NRLX 208	9/1/1980
10	NRLX 209	7/1/1980
11	NRLX 210	7/1/1980
12	NRLX 211	7/1/1980
13	NRLX 212	7/1/1980
14	NRLX 213	10/1/1980
15	NRLX 214	10/1/1980
16	NRLX 215	10/1/1980
17	NRLX 216	10/1/1980
18	NRLX 217	10/1/1980
19	NRLX 218	10/1/1980
20	NRLX 219	11/1/1980
21	NRLX 220	10/1/1980
22	NRLX 221	8/1/1980
23	NRLX 222	9/1/1980
24	NRLX 223	10/1/1980
25	NRLX 224	9/1/1980
26	NRLX 225	9/1/1980
27	NRLX 226	9/1/1980
28	NRLX 227	9/1/1980
29	NRLX 228	9/1/1980
30	NRLX 229	9/1/1980
31	NRLX 230	8/1/1980